

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In Re: BP SHAREHOLDER DERIVATIVE LITIGATION))))	MDL NO. 2185 Civil Action No. 4:10-cv-3447
In Re: BP P.L.C. SECURITIES LITIGATION))))	Civil Action No. 4:10-md-2185 Hon. Keith P. Ellison

**[PROPOSED] ORDER DENYING MOTION TO DISMISS
VERIFIED CONSOLIDATED AMENDED
SHAREHOLDER DERIVATIVE COMPLAINT**

Before the Court is the Defendants’ Motion to Dismiss the Verified Consolidated Amended Shareholder Derivative Complaint [Docket No. 126 in Civil Action No. 4:10-md-02185; Docket No. 90 in Civil Action No. 4:10-cv-3447] (“Motion to Dismiss”). Having considered the Motion to Dismiss, the supporting memorandum, and the Plaintiffs’ memorandum in opposition, and having heard argument, the Court is of the opinion that the Motion to Dismiss should be denied.

IT IS THEREFORE ORDERED that the Defendants’ Motion to Dismiss be, and is hereby, in all ways denied.

Signed on this _____ day of _____, 2011.

Judge Keith P. Ellison